

FEB 25 4 11 PM '98

BK 76 PG 632
W.E. DAVIS CH. CLK.

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210 W. Main Street
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MS Bar # 7300

DURABLE POWER OF ATTORNEY

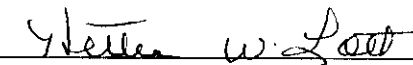
KNOW ALL MEN BY THESE PRESENTS:

I, HETTIE W. LOTT, presently living in 1325 McInvale Road, Apt. 937, Hernando, MS 38632, do make, constitute and appoint OTIS H. LOTT, JR., of 399 Homer Crawford Road, Coldwater, Mississippi, my true and lawful attorney in fact, for me and in my name, place and stead for my USE AND BENEFIT to ask, demand, sue for, recover, collect, and receive all such sums of money, debts, dues, accounts, legacies, bequests, interests, dividends, annuities and demands whatsoever as are now, or shall hereafter become due, owing, payable or belonging to me, and have, use and take all lawful ways and means in my name or otherwise for the recovery thereof, by attachments, etc. and to compromise and agree for the same and acquittance, or other sufficient discharges for the same, for me, in my name, to make, seal and deliver; to bargain, contract, purchase, receive and take lands, tenements, hereditaments and accept the possession of all lands and all deeds and other assurances, in the law, therefore, and to lease, bargain, sell, release, mortgage real and personal property, upon such terms and conditions, as he shall think fit. Also, to bargain and agree for, buy, sell, mortgage, real and personal property, upon such terms and conditions, as he shall think fit. Also, to bargain and agree for, buy, sell, mortgage, and in any manner deal in and with goods, wares, and merchandise, choices in action and other property in possession or in action, and to make, do, and transact all and every kind of business of what nature or kind whatsoever, and, also, for me and in my name, and as my act and deed, to sign, seal, execute, deliver and acknowledge such deeds, leases and assignment of leases, covenants, agreements, mortgages, charter-parties, bills of lading, bills, bonds, notes, receipts, evidences of debts, releases and satisfaction of mortgage, judgments and other debts, and such other instruments in writing of whatever kind and nature as may be necessary or proper in the premises.

GIVING AND GRANTING unto my said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that my said attorney, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of these premises.

It is my specific intention that this power of Attorney shall be a Durable Power of Attorney which shall give Otis H. Lott, Jr. the right to continue functioning as my Power of Attorney in the event that I become mentally unable to manage my affairs or to make any necessary decision on my own part.

WITNESS MY HAND, THIS THE 20 DAY OF FEBRUARY, 1998.



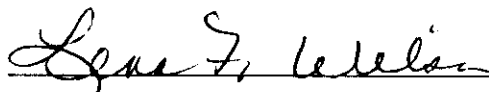
HETTIE W. LOTT

STATE OF MISSISSIPPI

COUNTY OF TATE

PERSONALLY appeared before me the undersigned authority in and for the state and county aforesaid, the within named HETTIE W. LOTT, who did acknowledge to me that he signed and delivered the above and foregoing General Power of Attorney on the day and year therein mentioned as his free and voluntary act and deed.

Given under my hand and official seal of office this the 20th day of February, 1998.



NOTARY PUBLIC

